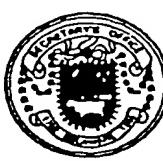


State of Delaware  
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RECOMBINANT BIOCATALYSIS, INC.", CHANGING ITS NAME FROM "RECOMBINANT BIOCATALYSIS, INC." TO "DIVERSA CORPORATION", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF AUGUST, A.D. 1997, AT 4 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8607397

DATE: 08-15-97

**CERTIFICATE OF AMENDMENT OF  
THE FOURTH RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
RECOMBINANT BIOCATALYSIS, INC.**

RECOMBINANT BIOCATALYSIS, INC. (the "Company"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "General Corporation Law"), hereby certifies as follows:

**FIRST:** This Certificate of Amendment amends the provisions of the Fourth Restated Certificate of Incorporation of the Company, filed on July 10, 1997, and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law, and was approved by written consent of the stockholders of the Company given in accordance with the provisions of Section 228 of the General Corporation Law.

**SECOND:** The text of Article I of the Fourth Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

"Name

The name of the corporation is DIVERSA CORPORATION."

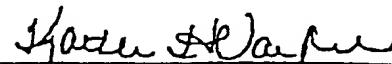
**IN WITNESS WHEREOF,** said Board of Directors of Recombinant BioCatalysis, Inc. has caused this Certificate of Amendment to be signed by a duly authorized officer of the Company.

**RECOMBINANT BIOCATALYSIS, INC.**

Dated: August 6, 1997

  
\_\_\_\_\_  
Terrance J. Bruggeman,  
Chief Executive Officer

ATTEST:

  
\_\_\_\_\_  
Kathleen H. Van Sleen, Secretary

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 08/14/1997  
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